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Counsel to the Fee Examiner  
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7 UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION

8 In re

9 PG&E CORPORATION,

- and -

10 PACIFIC GAS AND ELECTRIC  
11 COMPANY,

12 Debtors.

- 13 ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
14 ☒ Affects both Debtors

15 \* All papers shall be filed in the Lead Case,  
No. 19-30088 (DM)

Bankruptcy Case  
No. 19-30088 (DM)  
(Lead Case)  
(Jointly Administered)

Chapter 11

**NOTICE OF HEARING ON FINAL  
APPLICATIONS ALLOWING AND  
AUTHORIZING PAYMENT OF FEES  
AND EXPENSES OF MULTIPLE FEE  
APPLICANTS BASED UPON  
COMPROMISES WITH THE FEE  
EXAMINER (3rd SET)**

Hearing:

Date: February 24, 2021  
Time: 10:00 a.m. (Pacific Time)  
Place: (Telephonic/Video Appearances  
Only)  
United States Bankruptcy Court  
Courtroom 17,  
450 Golden Gate Ave., 16<sup>th</sup> Floor  
San Francisco, CA

Judge: Hon. Dennis Montali

Objection Deadline: February 17, 2021

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NOTICE OF HEARING ALLOWING AND  
AUTHORIZING PAYMENT OF FINAL FEE  
APPLICATIONS (3<sup>rd</sup> SET)

**PLEASE TAKE NOTICE** that this Notice seeks Court consideration and approval of nineteen (19) previously filed Final Fee Applications based upon compromises between the Fee Examiner and various professionals.

The following table lists the names of subject fee applicants and the docket numbers of their Final Fee Applications, as well Exhibits to this Notice which set forth the particulars of each compromise:

<b>Exhibit</b>	<b>Applicant</b>	<b>Short Name</b>	<b>Docket No</b>	<b>Date Filed</b>
A	Axiom Advisors	"Axiom"	8888	8/28/2020
B	Lynn A. Baker, Esq.	"Professor Baker"	8843	8/24/2020
C	Clarence Dyer & Cohen LLP	"CDC"	8918	8/30/2020
D	Covington & Burling LLP	"Covington"	8920	8/31/2020
E	Deloitte & Touche LLP	"Deloitte & Touche"	8871	8/27/2020
F	Dundon Advisors LLC	"Dundon"	8899	8/28/2020
G	FTI Consulting, Inc.	"FTI"	8886	8/28/2020
H	Groom Law Group, Chartered	"Groom"	8913	8/30/2020
I	Hunton Andrews & Kurth	"Hunton Andrews"	8929	8/31/2020
J	Latham & Watkins LLP	"Latham"	8927	8/31/2020
K	Lazard Freres & Co., LLC	"Lazard Freres"	8914	8/30/2020
L	Lincoln Partners Advisors LLC	"Lincoln"	8867	8/26/2020
M	MacConaghy & Barnier, PLC	"M & B"	8946	8/31/2020
N	Morrison & Foerster LLP	"Morrison & Foerster"	8939	8/31/2020
O	Pillsbury Winthrop Shaw Pittman LLP	"Pillsbury"	8919	8/30/2020
P	PricewaterhouseCoopers LLP	"PwC"	8953	8/31/2020
Q	Prime Clerk LLC	"Prime Clerk"	8916	8/30/2020
R	Steptoe & Johnson LLP	"Steptoe"	8891	8/28/2020
S	Willis Towers Watson US LLC	"Willis Towers"	8897	8/28/2020

**PLEASE TAKE FURTHER NOTICE** that the disposition of the foregoing final fee applications will fully resolve all final fee applications filed in these bankruptcy proceedings. The only remaining fee application is that of Scott H. McNutt, Counsel to the Fee Examiner. That application will be filed shortly as the applications subject to this Notice are resolved. Once the

1 fees for Counsel to the Fee Examiner are awarded, the Fee Examiner intends to submit an order  
2 seeking to discharge him from further responsibility in these bankruptcy proceedings, and ordering  
3 the revested debtors to terminate his montly fee.

4 **PLEASE TAKE FURTHER NOTICE** that on October 5, 2020, the Court entered its  
5 Order Setting Deadline for Filing Final Fee Applications and Setting Procedures for Hearings  
6 (“**Final Fee Hearings Order**”) [Doc. No. 9202]. Under the Final Fee Hearings Order, the Fee  
7 Examiner is authorized to set Final Fee Application hearings on “PG&E open calendar dates,” and  
8 to provide 21 days’ notice. By this Notice, the Fee Examiner sets these nineteen (19) Final Fee  
Applications on February 24, 2021, which is a PG&E open calendar date.

9 **PLEASE TAKE FURTHER NOTICE THAT** on August 29, 2020, the Fee Examiner  
10 Filed his Fee Examiner’s Second Report on Status of Fee and Expenses Submitted, Approved and  
11 Pending (“**Fee Examiner’s Second Status Report**”) [Doc. No. 8903]. The Fee Examiner, his  
12 staff and his Counsel have used their best efforts to resolve all Final Fee applications  
13 expeditiously. The Fee Examiner is pleased that he has accomplished this objective well within  
14 the timetable set forth in the **Fee Examiner’s Second Status Report**.

15 **PLEASE TAKE FURTHER NOTICE** that on February 28, 2019, the Court entered its  
16 Order Authorizing Debtors to Establish Procedures for Interim Compensation and  
17 Reimbursement of Expenses of Professionals (“**Interim Compensation Order**”) [Doc. No. 701].  
18 Under the Interim Compensation Order, estate professionals are paid 80% of fees and 100% of  
19 expenses on a monthly basis (a so-called Knudsen Order). The Interim Compensation Order  
20 contemplates filing interim applications (to recover the 20% “holdback” on fees). All payments of  
21 interim compensation are subject to the requirement that final fee applications be filed. Although  
interim fee applications are contemplated, they were not mandated.

1       **PLEASE TAKE FURTHER NOTICE** that on May 29, 2019, the Court entered its Order  
2 Appointing Fee Examiner and Establishing Procedures for Consideration of Fee Compensation  
3 and Reimbursement of Expenses (“**Order Appointing Fee Examiner**”) [Doc. No. 2267]. The  
4 Order Appointing Fee Examiner establishes a procedure for review and resolution of interim fee  
5 applications.

6       **PLEASE TAKE FURTHER NOTICE** that on December 18, 2019, the Court entered its  
7 Amended Order Granting Fee Examiner Motion to Approve Fee Procedures (“**Amended Fee**  
8 **Procedures Order**”) [Doc. No. 5168]. The Amended Fee Procedures Order approves the Fee  
9 Examiner’s Protocol and adopts the Fee Examiner’s recommendations as to the coordination and  
10 scheduling of hearings. On January 20, 2020, this Court entered its Second Amended Order  
11 Granting Fee Examiner’s Motion to Approve Fee Procedures (the “**Second Amended Order**”)  
12 [Doc. No. 5572], which added certain disclosure and notice requirements.

13       **PLEASE TAKE FURTHER NOTICE THAT** ¶2(b) of the Second Amended Order  
14 requires that any Notice regarding compensation must set forth the following:

- 15           (1) Each applicant and the party represented by the applicant,  
16           (2) the date range for the services for which the compensation is being sought, and  
17           (3) the amount of fees applied for and the amount of expenses requested.

18       This detail is set forth as to each Interim Fee Applicant in the Exhibits attached hereto and  
19 incorporated by this reference.

20       **PLEASE TAKE FURTHER NOTICE** that the Bankruptcy Court will hear and consider  
21 the Fee Application Compromises on February 24, 2021 at 10:00 a.m. (Pacific Time) (the  
“**Hearing on Fee Application Compromises**”) via video conferencing or telephone. All

1 interested parties should consult the Bankruptcy Court's website at [www.canb.uscourts.gov](http://www.canb.uscourts.gov) for  
2 information about court operations during the COVID-19 pandemic. The Bankruptcy Court's  
3 website provides information regarding how to arrange a telephonic or video appearance. If you  
4 have any questions regarding how to appear at a court hearing, you may contact the Bankruptcy  
5 Court by calling 888-821-7606 or by using the Live Chat feature on the Bankruptcy Court's  
6 website.

7 **PLEASE TAKE FURTHER NOTICE** that the deadline to object to any of the subject  
8 compromises is February 17, 2021.

9 **PLEASE TAKE FURTHER NOTICE** that the Compromise Fee Applicants, subject to  
10 Court Approval, have each agreed to the stipulated reduction set forth in the Exhibit which related  
11 to their application. The Fee Examiner will submit orders reflecting the stipulated reductions, or  
12 the Fee Examiner will approve the form of orders submitted by the Fee Applicants.

13 **PLEASE TAKE FURTHER NOTICE THAT** the Fee Examiner has previously provided  
14 the Office of the United States Trustee with the amount of each such compromise, and that the  
15 Office of the United States Trustee has indicated it will not further object to any compromise set  
16 forth in the Exhibits. If the United States Trustee objects to a compromise, the Fee Examiner will  
17 withdraw that compromise from this Amended Notice.

18 **PLEASE TAKE FURTHER NOTICE THAT** following the entry of appropriate orders  
19 with respect to each of the Compromise Fee Applicants, Debtors will be authorized to pay the  
20 "Net Amount Outstanding" as set forth in the **Exhibits**, subject to confirmation by the Fee  
21 Examiner, that Compromise Fee Applicants have credited against the "Net Amount Outstanding"  
any amounts received between the time of filing this Notice and the date of Court approval.

1       **PLEASE TAKE FURTHER NOTICE THAT** copies of the Final Fee Applications can  
2 be viewed and/or obtained: (i) by accessing the Court's website at <http://www.canb.uscourts.gov>,  
3 (ii) by contacting the Office of the Clerk of the Court at 450 Golden Gate Avenue, San Francisco,  
4 CA 94102, or (iii) from the Debtors' notice and claims agent, Prime Clerk LLC, at  
5 <http://restructuring.primeclerk.com/pge> or by calling (844) 339-4217 (toll free) for U.S.-based  
6 parties; or +1 (929) 333-8977 for international parties or by e-mail at: [pginfo@primeclerk.com](mailto:pginfo@primeclerk.com).  
7 Note that a PACER password is needed to access documents on the Bankruptcy Court's website.

8  
9  
10 DATED: February 2, 2021

SCOTT H. McNUTT

11 By: */Scott H. McNutt /*

12 \_\_\_\_\_  
13 Scott H. McNutt

14 Counsel to the Fee Examiner  
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# EXHIBIT A

EXHIBIT A  
To

Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

Axiom Advisors

Final Fee Application 8888

Please Note: Axiom Advisors ("Axiom") filed four combined monthly statements [Docket Nos. 4014, 4818, 5914 and 8291]. Axiom also filed two interim applications (the "Interim Applications") [Docket Nos. 6281 and 8413]. These Interim Applications did not result in court orders. Axiom has worked with the Fee Examiner with respect to these applications, and in the course of those conversations, Axiom agreed to voluntarily write-off expenses in the amount of \$145.91 which were reflected in the Third Combined Monthly Statement.

The Fee Examiner has "no objection" to Axiom's Final Fee Application.

Name of Final Fee Applicant:	Axiom Advisors
Party Represented:	Government Affairs Consultant for the Official Committee of Unsecured Creditors
Date Range for Which Compensation is Sought:	March 15, 2019 to June 30, 2020
Total Fees Approved by Interim Orders to Date (Re Axiom Interim Applications) :	\$0
Total Expenses Approved by Interim Orders to Date (Re Axiom Interim Applications):	\$0
Amount of Fees Not Subject To Previous Interim Orders:	\$400,000.00
Amount of Expenses Not Subject To Previous Interim Orders (Re Axiom	\$542.00
Total Fees and Expenses Requested:	\$400,542.00
(Less) Additional Reduction per Compromise with Fee Examiner re Axiom Final Fee Application:	\$0



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Case: 19-30088 Doc# 10081 Filed: 02/02/21 Entered: 02/02/21 20:25:09 Page 9  
of 54

## EXHIBIT B

EXHIBIT B

To

Notice of Hearing on Final Fee Applications (3rd Set)

February 24, 2021

Professor Lynn A. Baker

Final Fee Application (Docket No. 8843)

Please Note: The First Interim Fee Application of Lynn A. Baker ("Professor Baker") [Dkt. No. 6325] resulted in an interim award without any reduction. Professor Baker's Second Interim Fee Application [Dkt. No. 8396] resulted in a voluntary reduction by Professor Baker of \$2,500.00 and an interim award. The amount of the voluntary reduced Interim Award is reflected in the Approved sums re Professor Baker's Second Fee Application set forth below, and reflect voluntary reductions of \$2,500.00 to Professor Baker's previously filed Second Interim Fee Application. Following the filing of Professor Baker's Third Interim and Final Fee Application [Dkt. No. 8843], the Fee Examiner has determined that no further reduction in fees is necessary. Professor Baker's total voluntary reductions to her filed Fee Applications in these Bankruptcy Cases, therefore, total \$2,500.

Name of Final Fee Applicant:	Lynn A. Baker, Esq.
Party Represented:	Official Committee of Tort Claimants
Date Range for Which Compensation is Sought:	January 27, 2020 to June 30, 2020
Total Fees Approved by Interim Orders to Date (Re Professor Baker First and Second Interim Fee Applications For Date Range January 27, 2020 to May 31, 2020):	\$67,340.00
Total Expenses Approved by Interim Orders to Date (Re Professor Baker First and Second Interim Fee Applications For Date Range January 27, 2020 to May 31, 2020):	\$0.00
Amount of Fees Not Subject To Previous Interim Orders (Re Professor Baker Third Interim Fee Application For Date Range June 1, 2020 to June 30, 2020 and Re Professor Baker Final Fee Application):	\$3,240.00

Amount of Expenses Not Subject To Previous Interim Orders (Re Professor Baker Third Interim Fee Application For Date Range June 1, 2020 to June 30, 2020 and Re Professor Baker Final Fee Application):

\$0.00

Total Fees and Expenses Requested:

\$70,580.00

(Less) Additional Reduction per  
Compromise with Fee Examiner re  
Professor Baker Final Fee Application:

N/A

Grand Total Amount Requested to be  
Awarded per Final Fee Application:

\$70,580.00

(Less) Total Allowed Fees and Costs Paid To Date:

\$69,932.00

Total Amount Outstanding and Payable:

\$ 648.00

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## EXHIBIT C

EXHIBIT C  
To

Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

Clarence Dyer & Cohen LLP

Final Fee Application (Docket No. 8918)

Please Note: Following the filing of the First Interim and Final Fee Application of Clarence Dyer & Cohen (“CDC”) [Dkt. No. 8918], CDC has agreed to a voluntary reduction of \$27,421 in fees, which sum is reflected as a separate line item below.

Please Note Further: The last item set forth below indicates a “Total Amount Outstanding” that is higher than the “Not Yet Paid” amount indicated on page 3, line 4 of the Summary Sheet of CDC’s First Interim and Final Fee Application, which was calculated assuming full payment of the amount sought in CDC’s Consolidated Monthly Fees Statement [Dkt. No. 8842] after filing the Certificate of Non-Objection [Dkt. 9129]. Full payment was not received due to volume discounts being applied to the Consolidated Monthly Fees Statement, as opposed to the First Interim and Final Fee Application. This outstanding amount, less CDC’s voluntary reduction, is reflected in the last item set forth below. The Fee Examiner will require CDC, as well as all other Final Fee Applicants, to reconcile the “Total Amount Outstanding” prior to approving any form of Order awarding final fees.

Name of Final Fee Applicant:	Clarence Dyer & Cohen LLP (“CDC”)
Party Represented:	Special Counsel to Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	February 1, 2020 through July 1, 2020
Total Amount of Fees (Re CDC First Interim Fee Application for Date Range February 1, 2020 Through July 1, 2020 And Re CDC Final Fee Application):	\$914,032.12
Total Amount of Expenses (Re CDC First Interim Fee Application for Date Range February 1, 2020 Through July 1, 2020 And Re CDC Final Fee Application):	\$19,553.77
Total Fees and Expenses Requested:	\$933,585.89



## EXHIBIT D



EXHIBIT D

To

Notice of Hearing on Final Fee Applications (3rd Set)

February 24, 2021

Covington & Burling LLP

Final Fee Application (Docket No. 8920)

Please Note: Covington & Burling LLP (“**Covington**”) did not submit interim fee applications prior to its final fee application (“**Final Fee Application**”). Covington and the Fee Examiner have agreed to a \$20,000 reduction of the fees and expenses sought in the Final Fee Application.

Name of Final Fee Applicant:	Covington & Burling LLP
Party Represented and Role:	Special Counsel to Debtors
Date Range for Which Compensation is Sought:	January 1, 2020 through July 1, 2020
Total Fees Requested:	\$714,007.00
Total Expenses Requested:	<u>\$ 9,903.14</u>
Total Fees and Expenses Requested:	\$723,910.14
(Less) Agreed Reductions with Fee Examiner:	(\$20,000.00)
Grand Total Amount Requested to Be Awarded per Final Fee Application:	\$703,910.14
(Less) Total Amount Previously Paid to Applicant:	(\$581,108.74)
Total Amount Outstanding and Payable:	\$122,801.40

## EXHIBIT E

EXHIBIT E

to

Notice of Hearing on Final Fee Applications (3rd Set)

February 24, 2021

Deloitte & Touche LLP

Final Fee Application (Docket No. 8871)

Please Note: Following the filing of Deloitte & Touche LLP's ("Deloitte & Touche") Fourth Interim and Final Fee Application [Dkt. No. 8871] and discussions with the Fee Examiner, Deloitte & Touche has agreed to a voluntary reduction of \$85,000 in fees in connection with its Fourth and Final Fee Application, which sum is reflected as a separate line item below. This is in addition to prior reductions in prior interim applications. Accordingly, Deloitte & Touche's total voluntary reduction to its filed Fee Applications in these Bankruptcy Cases is \$85,000.

Name of Final Fee Applicant:	Deloitte & Touche LLP
Retained by and Role:	Debtors, as their independent auditors
Date Range for Which Compensation Is Sought:	January 29, 2019 to July 1, 2020
Total Fees Requested:	\$ 7,880,663.00
Total Expenses Requested:	\$ 30,000.35
Total:	\$ 7,910,663.35
(Less): Total Fees Paid:	\$ (5,862,927.20)
(Less): Total Expenses Paid:	\$ (30,000.35)
(Less): Agreed Reduction with the Fee Examiner	\$ (85,000.00)
Total Amount Outstanding and Payable:	\$ 1,932,735.80

## EXHIBIT F

EXHIBIT F

To

Notice of Hearing on Final Fee Application (3rd Set)

February 24, 2021

Dundon Advisers LLC

Final Fee Application (Docket No. 8899)

Name of Final Fee Applicant: Dundon Advisers LLC

Party Represented: Official Committee of Tort Claimants

Date Range for Which Compensation is Sought: March 1, 2019 through August 31, 2019

Total Fees and Expenses Sought Pursuant to Final Fee Application: \$155,324.24\*

Fee Examiner Agreed Reduction: \$0.00\*

Total Fees and Expenses to Be Allowed: \$155,324.24

Total Fees and Expenses Paid to Date: \$155,324.24

Balance of Fees and Expenses to Be Paid: \$0.00.

*\* The Final Fee Application reflected a prior agreement with the Fee Examiner to reduce fees by \$3,000. As a result, the Fee Examiner had "No Objection" to the Final Fee Application.*

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## EXHIBIT G

EXHIBIT G  
To

Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

FTI Consulting, Inc.

Final Fee Application (Docket No. 8886)

Please Note: The First Interim Fee Application of FTI Consulting, Inc. (“FTI”) [Dkt. No. 3137] resulted in an agreed reduction by FTI of \$50,000 and an interim award. FTI’s Second Interim Fee Application [Dkt. No. 4734] and Third Interim Fee Application [Dkt. No. 6280] resulted in an agreed reduction by FTI of \$170,000 and an interim award. FTI’s Fourth Interim Fee Application [Dkt. No. 8414] resulted in an agreed reduction by FTI of \$2,532.54 and an interim award.

The amounts of these agreed reduced Interim Awards are reflected in the Approved sums for FTI’s First, Second, Third, and Fourth Fee Applications set forth below, and reflect total agreed reductions of \$222,532.54 to FTI’s previously filed First, Second, Third, and Fourth Interim Fee Applications.

Following the filing of FTI’s Final Fee Application [Dkt. No. 8886], FTI has agreed to an additional reduction of \$7,500 in fees in connection with its Final Fee Application, which sum is reflected as a separate line item below. FTI’s total reductions agreed to with the Fee Examiner for its filed Fee Applications in these Bankruptcy Cases, therefore, total \$230,032.54.

Name of Final Fee Applicant:	FTI Consulting, Inc.
Party Represented:	Financial Advisor to the Official Committee of Unsecured Creditors
Date Range for Which Compensation is Sought:	February 12, 2019 to July 31, 2020

Total Fees Approved by Interim Orders to Date (Re: FTI’s First, Second, Third, and Fourth Interim Fee Applications For Date Range February 12, 2019 to May 31, 2020):	\$17,910,099.75
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Total Expenses Approved by Interim Orders to Date (Re: FTI's First, Second, Third, and Fourth Interim Fee Applications For Date Range February 12, 2019 to May 31, 2020): \$140,243.20

Amount of Fees Not Subject To Previous  
Interim Orders (Re: FTI Final Fee Application  
For Date Range June 1, 2020 to July 31, 2020): \$316,416.50

Amount of Expenses Not Subject To Previous  
Interim Orders (Re: FTI Final Fee Application  
For Date Range June 1, 2020 to July 31, 2020): \$340.00

Total Fees and Expenses Requested: \$18,367,099.45

(Less) Additional Reduction per Compromise  
with Fee Examiner re: FTI Final Fee (\$7,500.00)  
Application:

Grand Total Amount Requested to be  
Awarded per Final Fee Application: \$18,359,599.45

(Less) Total Allowed Fees and Costs Paid To Date: (\$17,791,122.09)

Total Amount Outstanding and Payable	\$568,477.36
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## EXHIBIT H

EXHIBIT H

To

Notice of Hearing on Final Fee Applications (3rd Set)

February 24, 2021

Groom Law Group, Chartered

Final Fee Application (Docket No. 8913)

Please Note: The First Interim Fee Application of Groom Law Group, Chartered (“Groom”) [Dkt. No. 6283] resulted in a voluntary reduction by Groom of \$42,000 and an interim award. Following the filing of Groom’s Final Fee Application [Dkt. No. 8913], Groom has agreed to a voluntary fee reduction of \$18,500. Therefore, as reflected below, Groom’s total voluntary reductions to its Filed Fee Applications in these Bankruptcy Cases totals \$60,500.

Date Range for Which Compensation is Sought:	January 29, 2019 to July 1, 2020
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Total Fees Approved by Interim Orders to Date (Re Groom Law Group First Interim Fee Application For Date Range January 29, 2019 to December 31, 2019) :	\$844,682.60
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Total Expenses Approved by Interim Orders to Date (Re Groom Law Group First Fee Applications For Date Range January 29, 2019 to December 31, 2019):	\$783.46
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Amount of Fees Not Subject To Previous Interim Orders (Re Groom Law Group Second Interim Fee Application For Date Range January 1, 2020 to July 1, 2020 And Re Groom Law Group Final Fee Application):	\$466,358.20
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Amount of Expenses Not Subject To Previous Interim Orders (Re Groom Law Group Second Interim Fee Application For Date Range January 1, 2020 to July 1, 2020 And Re Groom Law Group Final Fee Application):	\$0.00
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Total Fees and Expenses Requested: \$1,311,824.26

(Less) Additional Reduction per Compromise (\$60,500.00)  
with Fee Examiner re Groom Law Group  
First Interim and Final Fee Application:

Grand Total Amount Requested to be Awarded per Final Fee Application: \$1,253,576.06

(Less) Total Allowed Fees and Costs Paid To Date: (\$1,101,011.90)

Total Amount Outstanding and Payable: \$152,564.16

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# EXHIBIT I

## EXHIBIT I

To

## Notice of Hearing on Final Fee Applications

February 24, 2021

Hunton Andrews Kurth LLP

Final Fee Application (Docket No. 8929)

Please Note: The Final Fee Application of Hunton Andrews Kurth LLP ("Hunton") [Dkt. No. 8929] resulted in a voluntary reduction by Hunton of \$225,000.00. The amount of this voluntary reduction is reflected in the approved sums re Hunton's Final Fee Application set forth below. Hunton did not previously file any interim fee applications. Therefore, Hunton's total voluntary reductions to its filed Fee Application in these Bankruptcy Cases total \$225,000.00.

Name of Final Fee Applicant:	Hunton Andrews Kurth LLP
Party Represented and Role:	Special Counsel for the Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	January 1, 2020 through July 1, 2020
Total Fees Approved by Interim Orders to Date:	\$0.00
Total Expenses Approved by Interim Orders to Date:	\$0.00
Amount of Fees Not Subject to Previous Interim Orders:	\$4,872,350.20
Amount of Expenses Not Subject to Previous Interim Orders:	\$11,256.21
Total Fees and Expenses Requested:	\$4,883,606.41
(Less) Additional Reduction per Compromise with Fee Examiner:	(\$225,000.00)
Grand Total Amount Requested to be Awarded per Final Fee Application:	\$4,658,606.41

(Less) Total Allowed Fees and Costs	(\$3,928,098.75)
Paid to Date on Monthly Statements	
(Knudsen Payments):	

Total Amount Outstanding and Payable:      \$    730,507.66

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## EXHIBIT J

EXHIBIT J  
To

Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

Latham & Watkins LLP

Final Fee Application (Docket No. 8927)

Please Note: The First Interim Fee Application of Latham & Watkins LLP (“Latham”) [Docket No. 7837] resulted in a voluntary reduction by Latham of \$37,500. The amount of this voluntary reduction was approved by this Court. Following the filing of Latham’s Second Interim and Final Fee Application [Docket No. 8927], Latham has agreed to an additional voluntary reduction of \$50,000, which sum is reflected below. Latham’s total voluntary reductions to its filed Fee Applications in these Bankruptcy Cases, therefore, total \$87,500.

Please Note Further: The first voluntary reduction by Latham relates to compensation and expenses sought for the period from November 1, 2019 to February 29, 2020, which is covered by Latham’s First Monthly Fee Application [Docket No. 7017]. While the First Interim Fee Application only includes the period from November 1, 2019 through January 31, 2020, the Order Granting Interim Fee Application [Docket No. 9183] granted payment for the period from November 1, 2019 through February 29, 2020.

Name of Final Fee Applicant:	Latham & Watkins LLP
Party Represented:	Special Counsel for Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	November 1, 2019 – July 1, 2020
Total Fees Approved by Interim Orders to Date (November 1, 2019 – February 29, 2020):	\$1,551,500.00 <sup>1</sup>
Total Expenses Approved by Interim Orders to Date (November 1, 2019 – February 29, 2020):	\$18,878.16
Amount of Fees Not Subject to Previous Interim Orders (March 1, 2020 to July 1, 2020):	\$1,944,701.00
Amount of Expenses Not Subject to Previous Interim Orders (March 1, 2020 to July 1, 2020):	\$9,428.21

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<sup>1</sup> This amount reflects Latham’s voluntary reduction of \$37,500.



Total Fees and Expenses Requested: \$3,524,507.37<sup>2</sup>

(Less) Additional Agreed Upon Reductions with Fee Examiner Related to Second Interim and Final Fee Application	(\$50,000.00)
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Grand Total Amount Requested to Be Awarded per Final Fee Application: \$3,474,507.37

(Less) Total Allowed Fees and Costs Paid to Date: (\$3,135,567.17)

Total Amount Outstanding and Payable: \$338,940.20

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<sup>2</sup> This amount reflects Latham's voluntary reduction of \$37,500.

## EXHIBIT K



## EXHIBIT L

EXHIBIT L  
To  
Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

Lincoln Partners Advisors LLC

Final Fee Application (Docket No. 8867)

Please Note: The First Interim Fee Application of Lincoln Partners Advisors LLC (“Lincoln”) [Dkt. No. 4633] resulted in a voluntary reduction by Lincoln of \$125,000.00 and an interim award. Lincoln’s Second Interim Fee Application [Dkt. No. 4724] resulted in a voluntary reduction by Lincoln of \$230,000.00 and an interim award. Lincoln’s Third Interim Fee Application [Dkt. No. 6313] resulted in a voluntary reduction by Lincoln of \$95,000.00 and an interim award. Lincoln’s Fourth Interim Fee Application [Dkt. No. 8402] resulted in a voluntary reduction by Lincoln of \$225,000.00 and an interim award. The amounts of these voluntary reduced Interim Awards are reflected in the Approved sums re Lincoln’s filed Interim Fee Applications set forth below and reflect voluntary reductions of \$675,000.00 to Lincoln’s previously filed First, Second, Third and Fourth Interim Fee Applications. Following the filing of Lincoln’s Fifth Interim and Final Fee Application [Dkt. No. 8867], which resulted in an interim award, Lincoln has agreed to an additional voluntary reduction of \$40,000.00 in fees and expenses in connection with its Fifth Interim and Final Fee Application, which sum is reflected as a separate line item below. Lincoln’s total voluntary reductions to its filed Fee Applications in these Bankruptcy Cases, therefore, total \$715,000.00.

Please Note Further: The last item set forth below indicates a “Total Amount Outstanding” that is lower than the “Unpaid Fees and Expenses” amount indicated on page 3, line 11 of the Summary Sheet of Lincoln’s Fifth Interim and Final Fee Application as Lincoln collected certain amounts owed from the prior Interim Fee Applications and due to Lincoln’s voluntary reduction in connection with its Fifth Interim and Final Fee Application. The Fee Examiner will require Lincoln, as well as all other Final Fee Applicants, to reconcile the “Total Amount Outstanding” prior to approving any form of Order awarding final fees.

Name of Final Fee Applicant:	Lincoln Partners Advisors LLC
Party Represented:	Official Committee of Tort Claimants
Date Range for Which Compensation is Sought:	March 1, 2019 to June 30, 2020

Total Fees and Expenses Requested	\$ 22,537,865.26
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Grand Total Amount Requested to be Awarded per Final Fee Application	\$ 22,497,865.26
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Total Amount Outstanding and Payable	\$ 284,389.55
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## EXHIBIT M

EXHIBIT M  
To

Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

MacConaghy & Barnier, PLC

Final Fee Application (Docket No. 8946)

Please Note: MacConaghy & Barnier, PLC (“M&B”) has not previously filed its own Application for Interim Compensation, and has instead sought and received payment pursuant to the “Knudsen Order” applicable to all estate professionals and entitled “Order Authorizing Debtors to Establish Procedures for Interim Compensation and Reimbursement of Professionals” set forth in Docket No. 701. Thus, this represents M&B’s First and Final Application for Compensation. The Total Amount Outstanding requested below reflects a \$2,000 reduction negotiated between M&B and the Fee Examiner.

Summary of All Fees and Expenses and Total Amount Outstanding

Name of Final Fee Applicant:	MacConaghy & Barnier, PLC
Party Represented:	Special Counsel to the Official Committee of Tort Claimants
Date Range for Which Compensation is Is Sought:	April 24, 2020 – August 31, 2020
Total Fees and Expenses Approved and Paid to Date Pursuant to Interim Fee Application	\$0.00
Total Fees Paid to Date Pursuant to “Interim Compensation Procedures Order”, Doc. No. 701, Date Range 4/24/2020 – 6/30/2020:	\$91,992.00
Total Expenses Paid to Date Pursuant to “Interim Compensation Procedures Order”, Doc. No. 701, Date Range 4/24/2020 – 6/30/2020:	\$364.90
Amount of Fees for Date Range 7/1/2020 - 8/31/2020 Not Subject to Previous Payment:	\$10,605.00
Amount of Expenses for Date Range 7/1/2020 - 8/31/2020 Not Subject to Previous Payment:	\$0.00



Total Amount Outstanding and Payable: \$31,603.90

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## EXHIBIT N

EXHIBIT N  
 Notice of Hearing on Final Fee Applications (3rd Set)  
 February 24, 2021

Morrison & Foerster LLP  
 Final Fee Application (Docket No. 8939)

Please Note: The *Final Fee Application of Morrison & Foerster LLP for Allowance and Payment of Compensation and Reimbursement of Expenses for the Period January 29, 2019 Through and Including July 1, 2020* [Dkt. No. 8939] (the “Final Fee Application”) reflects a voluntary reduction in fees of \$89,445.26. Following the filing of the Final Fee Application, Morrison & Foerster LLP (“Morrison & Foerster”) agreed to an additional voluntary reduction of \$125,000.00 in fees in connection with the Final Fee Application, which sum is reflected as a separate line item below. Morrison & Foerster’s total voluntary reductions to its filed fee applications in these cases, therefore, total \$214,445.26.

Name of Final Fee Applicant:	Morrison & Foerster LLP
Party Represented:	Special Counsel to Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	January 29, 2019 to July 1, 2020
Total Fees Approved by Interim Orders to Date:	\$0.00
Total Expenses Approved by Interim Orders to Date:	\$0.00
Amount of Fees Not Subject To Previous Interim Orders (re Final Fee Application):	\$3,730,088.33
Amount of Expenses Not Subject To Previous Interim Orders (re Final Fee Application):	\$50,309.08
(Less) Voluntary Reduction Reflected on Final Fee Application:	(\$89,445.26)
Total Fees and Expenses Requested:	\$3,690,952.15
(Less) Additional Reduction per Compromise with Fee Examiner re Final Fee Application:	(\$125,000.00)
Grand Total Amount Requested to be Awarded per Final Fee Application:	\$3,565,952.15
(Less) Total Allowed Fees and Costs Paid To Date per Interim Compensation Order:	(\$2,899,246.40)
Total Amount Outstanding and Payable:	\$666,705.75

## EXHIBIT O

EXHIBIT O  
To

Notice of Hearing on Final Fee Applications (3rd Set)

February 24, 2021

Pillsbury Winthrop Shaw Pittman LLP

Final Fee Application (Docket No. 8919)

Please Note: Following the filing by Pillsbury Winthrop Shaw Pittman LLP (“Pillsbury”) of its *First Interim and Final Fee Application of Pillsbury Winthrop Shaw Pittman LLP for Allowance and Payment of Compensation and Reimbursement of Expenses from December 1, 2019 Through July 1, 2020* [Dkt. No. 8919], Pillsbury received payment from the Debtors in the amount reflected as a separate line item below following Pillsbury’s filing of the *Certificate of No Objection Regarding Monthly Fee Statements of Pillsbury Winthrop Shaw Pittman LLP for Allowance and Payment of Compensation and Reimbursement of Expenses for the Periods (I) December 1, 2019 Through December 31, 2019; (II) February 1, 2020 Through February 29, 2020; (III) April 1, 2020 Through April 30, 2020; (IV) May 1, 2020 Through May 31, 2020; and (V) June 1, 2020 Through July 1, 2020* [Dkt. No. 9106]. Based on subsequent discussions with the Fee Examiner, Pillsbury has agreed to a voluntary reduction in the amount of \$20,000 in fees in connection with its First Interim and Final Fee Application, which sum is reflected as a separate line item below.

Name of Final Fee Applicant:	Pillsbury Winthrop Shaw Pittman LLP
Party Represented:	Special Counsel to Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	December 1, 2019 to July 1, 2020
Total Fees Requested (Re Pillsbury First Interim and Final Fee Application):	\$402,124.80
(Less) Additional Reduction per Compromise with Fee Examiner re Pillsbury First Interim and Final Fee Application:	(\$20,000.00)
Grand Total Amount Requested to be Awarded per Final Fee Application:	\$382,124.80
(Less) Total Allowed Fees Paid To Date:	(\$321,699.84)
Total Amount Outstanding and Payable:	\$60,424.96

## EXHIBIT P

EXHIBIT P

To

Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

PricewaterhouseCoopers LLP

Final Fee Application (Docket No. 8953)

Please Note: PricewaterhouseCoopers LLP reached an agreement with the Fee Examiner to voluntarily reduce its fees and expenses by \$650,000, which is shown as a deduction, below.

Summary of Fees and Expenses and Total Amount Outstanding

Name of Final Fee Applicant:	PricewaterhouseCoopers LLP
Party Represented:	Debtors (PwC were Management, Tax, Internal Accounting, and Advisory Consultants)
Date Range for Which Compensation is Sought:	January 29, 2019 through July 1, 2020
Total Fees Requested:	\$ 36,829,980.90
Total Expenses Requested:	<u>\$ 2,304,158.22</u>
Total:	\$ 39,134,139.12 <sup>1</sup>
(Less) Agreed Reduction with Fee Examiner:	\$ (650,000.00)
Grand Total Amount Requested to be Awarded per Final Fee Application:	\$ 38,484,139.12
(Less) Total Amount Previously Paid to Applicant:	\$(31,768,142.94)
<b>Total Amount Outstanding and Payable:</b>	<b>\$ 6,715,996.18</b>

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<sup>1</sup> Included voluntary reductions of fees and expenses of \$292,082.90.

## EXHIBIT Q



EXHIBIT Q

To

Notice of Hearing on Final Fee Applications (3rd Set)

February 24, 2021

Prime Clerk LLC

Final Fee Application (Docket No. 8916)

Name of Final Fee Applicant:	Prime Clerk LLC
Party Represented:	Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	January 29, 2019 Through July 1, 2020
Total Fees Requested:	\$ 1,082,104.96
Total Expenses Requested:	\$ 1,043.27
Total:	\$ 1,083,148.23
(Less) Agreed Reduction with Fee Examiner:	\$ (20,000.00)
Grand Total Amount Requested to be Awarded per Final Fee Application:	\$ 1,063,148.23
(Less) Total Amount Previously Paid to Applicant: <sup>1</sup>	\$ (866,727.24)
Total Outstanding and Payable:	\$ 196,420.99

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<sup>1</sup> This amount was received by Prime Clerk after the Final Fee Application was filed.

## EXHIBIT R

## EXHIBIT R

To

## Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

Steptoe & Johnson LLP

Final Fee Application (Docket No. 8891)

Name of Final Fee Applicant:	Steptoe & Johnson LLP
Party Represented:	Special Counsel for Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	February 1, 2020 to July 1, 2020
Total Fees Requested:	\$ 1,710,586.88
Total Expenses Requested:	\$ 41,417.61
Total Fees and Expenses Requested:	\$ 1,752,004.49
(Less) Agreed Reduction per Compromise with Fee Examiner (First Interim and Final Fee Application)	(\$50,000.00)
Grand Total Requested to be Awarded per Final Fee Application:	\$ 1,702,004.49
(Less) Total Amount Previously Paid to Applicant:	(\$1,409,887.42)
Total Amount Outstanding and Payable:	<b>\$ 292,117.07</b>

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## EXHIBIT S

## EXHIBIT S

To

## Notice of Hearing on Final Fee Applications (3<sup>rd</sup> Set)

February 24, 2021

Willis Towers Watson US LLC

Final Fee Application (Docket No. 8897)

Name of Final Fee Applicant:	Willis Towers Watson US LLC
Party Represented and Role:	Human Resource and Compensation Consultants for the Debtors and Debtors in Possession
Date Range for Which Compensation is Sought:	January 29, 2019 through May 31, 2020
Total Fees Requested:	\$445,762.78
Total Expenses Requested:	\$27,814.85
Total:	\$473,577.63
(Less): Fee Examiner Reduction	\$18,000
Total:	\$455,577.63
(Less): Total Fees Paid:	\$350,111.93
(Less): Total Expenses Paid:	\$27,814.85
Total Outstanding to Be Paid for Period of January 29, 2019 through May 31, 2020:	\$77,650.85

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At the time of service, I was over 18 years of age and **not a party to this action**. I am employed in the County of San Mateo, State of California. My business address is 324 Warren Road, San Mateo, CA 94402.

on the interested parties in this action as follows:

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that I am employed in the office of a member of the bar of this Court at whose direction the service was made.

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/s/ *Lee Manus-McNutt*  
 Lee Manus-McNutt